

**Before the  
COPYRIGHT ROYALTY JUDGES  
LIBRARY OF CONGRESS  
Washington, D.C.**

**In the Matter of**

**Adjustment of Rates and Terms for  
Preexisting Subscription and Satellite  
Digital Audio Radio Services**

**Docket No. 2006-1 CRB DSTRA**

**DECLARATION OF BENJAMIN B. REED IN SUPPORT OF  
THE DESIGNATION OF DOCUMENTS AS RESTRICTED IN THE  
MARCH 27, 2007 DOCUMENT PRODUCTION OF SIRIUS SATELLITE RADIO INC.**

1. My name is Benjamin B. Reed. I am a partner at the law firm Wiley Rein LLP and outside counsel to Sirius Satellite Radio Inc. ("Sirius"), a party in the above-captioned proceeding.

2. In my capacity as outside counsel for Sirius, I am authorized to submit this declaration on behalf of Sirius.

3. Our firm has reviewed the documents that are being produced to SoundExchange in conjunction with this statement. At the time this declaration was made, to the best of my knowledge, information and belief, those documents in Sirius' accompanying document production that are marked as "Restricted" meet the definition of "Restricted Information" as prescribed in paragraph No. 2 of the December 20, 2006 Protective Order issued by the Judges in this case. Our firm has reasonably determined in good faith that the information in those marked documents that concerns Sirius and its business is commercial or financial information the disclosure of which would competitively disadvantage Sirius or provide a competitive advantage to another party. With respect to documents that are being produced today jointly with XM



Satellite Radio Inc., I make no representation as to documents that contain information concerning a party other than Sirius and have been marked as "Restricted."

4. Good cause exists for treating the marked documents in the production as Protected Materials as defined in paragraph 1 of the December 20, 2006 Protective Order issued in this case.

I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief. Executed this 27 day of March 2007 in Washington, DC.

A handwritten signature in black ink, appearing to read "B. B. Reed", is written over a horizontal line.

Benjamin B. Reed



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Docket No. 2006-1 CRB DSTRA

**DECLARATION OF BENJAMIN B. REED IN SUPPORT OF  
THE DESIGNATION OF DOCUMENTS AS RESTRICTED IN THE  
MARCH 30, 2007 DOCUMENT PRODUCTION OF SIRIUS SATELLITE RADIO INC.**

1. My name is Benjamin B. Reed. I am a partner at the law firm Wiley Rein LLP and outside counsel to Sirius Satellite Radio Inc. ("Sirius"), a party in the above-captioned proceeding.

2. In my capacity as outside counsel for Sirius, I am authorized to submit this declaration on behalf of Sirius.


3. Our firm has reviewed the documents that are being produced to SoundExchange in conjunction with this statement. At the time this declaration was made, to the best of my knowledge, information and belief, those documents in Sirius' accompanying document production that are marked as "Restricted" meet the definition of "Restricted Information" as prescribed in paragraph No. 2 of the December 20, 2006 Protective Order issued by the Judges in this case. Our firm has reasonably determined in good faith that the information in those marked documents that concerns Sirius and its business is commercial or financial information the disclosure of which would competitively disadvantage Sirius or provide a competitive advantage to another party. With respect to documents that are being produced today jointly with XM



Satellite Radio Inc., I make no representation as to documents that contain information concerning a party other than Sirius and have been marked as "Restricted."

4. Good cause exists for treating the marked documents in the production as Protected Materials as defined in paragraph 1 of the December 20, 2006 Protective Order issued in this case.

I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief. Executed this 30<sup>th</sup> day of March 2007 in Washington, DC.

  
Benjamin B. Reed



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In the Matter of )

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Docket No. 2006-1 CRB DSTRA

**DECLARATION OF BENJAMIN B. REED IN SUPPORT OF  
THE DESIGNATION OF DOCUMENTS AS RESTRICTED IN THE  
April 16, 2007 DOCUMENT PRODUCTION OF SIRIUS SATELLITE RADIO INC.**

1. My name is Benjamin B. Reed. I am a partner at the law firm Wiley Rein LLP and outside counsel to Sirius Satellite Radio Inc. ("Sirius"), a party in the above-captioned proceeding.

2. In my capacity as outside counsel for Sirius, I am authorized to submit this declaration on behalf of Sirius.


3. Our firm has reviewed the documents that are being produced to SoundExchange in conjunction with this statement. At the time this declaration was made, to the best of my knowledge, information and belief, those documents in Sirius' accompanying document production that are marked as "Restricted" meet the definition of "Restricted Information" as prescribed in paragraph No. 2 of the December 20, 2006 Protective Order issued by the Judges in this case. Our firm has reasonably determined in good faith that the information in those marked documents that concerns Sirius and its business is commercial or financial information the disclosure of which would competitively disadvantage Sirius or provide a competitive advantage to another party. With respect to documents that are being produced today jointly with XM



Satellite Radio Inc., I make no representation as to documents that contain information concerning a party other than Sirius and have been marked as "Restricted."

4. Good cause exists for treating the marked documents in the production as Protected Materials as defined in paragraph 1 of the December 20, 2006 Protective Order issued in this case.

I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief. Executed this 16<sup>th</sup> day of April, 2007 in Washington, DC.

  
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Benjamin B. Reed



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In the Matter of )

Adjustment of Rates and Terms for )  
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Docket No. 2006-1 CRB DSTRA

**DECLARATION OF BENJAMIN B. REED IN SUPPORT OF  
THE DESIGNATION OF DOCUMENTS AS RESTRICTED IN THE  
April 27, 2007 DOCUMENT PRODUCTION OF SIRIUS SATELLITE RADIO INC.**

1. My name is Benjamin B. Reed. I am a partner at the law firm Wiley Rein LLP and outside counsel to Sirius Satellite Radio Inc. ("Sirius"), a party in the above-captioned proceeding.

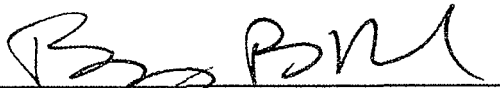
2. In my capacity as outside counsel for Sirius, I am authorized to submit this declaration on behalf of Sirius.

3. Our firm has reviewed the documents that are being produced to SoundExchange in conjunction with this statement. At the time this declaration was made, to the best of my knowledge, information and belief, those documents in Sirius' accompanying document production that are marked as "Restricted" meet the definition of "Restricted Information" as prescribed in paragraph No. 2 of the December 20, 2006 Protective Order issued by the Judges in this case. Our firm has reasonably determined in good faith that the information in those marked documents that concerns Sirius and its business is commercial or financial information the disclosure of which would competitively disadvantage Sirius or provide a competitive advantage to another party.



4. Good cause exists for treating the marked documents in the production as Protected Materials as defined in paragraph 1 of the December 20, 2006 Protective Order issued in this case.

I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief. Executed this 27<sup>th</sup> day of April, 2007 in Washington, DC.

  
Benjamin B. Reed



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**DECLARATION OF BENJAMIN B. REED IN SUPPORT OF  
THE DESIGNATION OF DOCUMENTS AS RESTRICTED IN THE  
MAY 4, 2007 DOCUMENT PRODUCTION OF SIRIUS SATELLITE RADIO INC.**

1. My name is Benjamin B. Reed. I am a partner at the law firm Wiley Rein LLP and outside counsel to Sirius Satellite Radio Inc. ("Sirius"), a party in the above-captioned proceeding.


2. In my capacity as outside counsel for Sirius, I am authorized to submit this declaration on behalf of Sirius.

3. Our firm has reviewed the documents that are being produced to SoundExchange in conjunction with this statement. At the time this declaration was made, to the best of my knowledge, information and belief, those documents in Sirius' accompanying document production that are marked as "Restricted" meet the definition of "Restricted Information" as prescribed in paragraph No. 2 of the December 20, 2006 Protective Order issued by the Judges in this case. Our firm has reasonably determined in good faith that the information in those marked documents that concerns Sirius and its business is commercial or financial information the disclosure of which would competitively disadvantage Sirius or provide a competitive advantage to another party.



4. Good cause exists for treating the marked documents in the production as Protected Materials as defined in paragraph 1 of the December 20, 2006 Protective Order issued in this case.

I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief. Executed this 4<sup>th</sup> day of May, 2007 in Washington, DC.



Benjamin B. Reed